

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

KENNETH B. MACQUEEN,
MACQUEEN CAPITAL MANAGEMENT
CORP., AND THE DIVIDEND,
REINVESTMENT FUND, L.L.C.,

Defendants.

DOCKETED

DEC 18 2003

Case No: 03 C 1423

Judge Matthew F. Kennelly

Magistrate Judge Ian H. Levin

FILED

NOV 25 2003

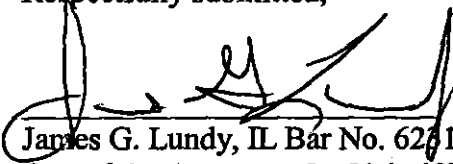
MICHAEL W. DOBBINS
CLERK, U.S. DISTRICT COURT

NOTICE OF MOTION

TO: All persons on the attached service list.

PLEASE TAKE NOTICE that on Wednesday, December 3, 2003 at 9:30 a.m., I shall appear Judge Matthew F. Kennelly in Courtroom 1719 at the United States Courthouse and Federal Office Building, 219 S. Dearborn Street, Chicago, Illinois 60604, and then and there present, PLAINTIFF SECURITIES AND EXCHANGE COMMISSION'S MOTION TO MODIFY THE ASSET FREEZE, copies of which are hereby served upon you.

Respectfully submitted,


James G. Lundy, IL Bar No. 6261095
One of the Attorneys for Plaintiff
U.S. Securities and Exchange Commission
175 West Jackson Boulevard, Suite 900
Chicago, IL 60604
Phone: (312) 353-7390

Dated: November 25, 2003

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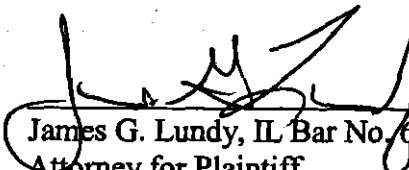
CERTIFICATE OF SERVICE

I, James G. Lundy, an Attorney for Plaintiff Securities and Exchange Commission,
hereby certify that on November 25, 2003, I caused true and correct copies of the attached Notice
of Motion to be served upon the persons listed below to the following addresses via Overnight
Delivery:

Kenneth B. MacQueen
10755 Deer Run Drive
Orland Park, Illinois 60467-8857

MacQueen Capital Management
c/o Kenneth B. MacQueen
10755 Deer Run Drive
Orland Park, Illinois 60467-8857

The Dividend Reinvestment Fund, L.L.C.
c/o Kenneth B. MacQueen
10755 Deer Run Drive
Orland Park, Illinois 60467-8857


James G. Lundy, IL Bar No. 6231095
Attorney for Plaintiff
Securities & Exchange Commission
175 West Jackson, Suite 900
Chicago, IL 60604
(312) 353-7390

Dated: November 25, 2003

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PLAINTIFF'S MOTION TO MODIFY THE ASSET FREEZE

Plaintiff, the Securities and Exchange Commission, respectfully moves this Court for an order to modify the asset freeze order to permit the sale of the principal residence of Kenneth B. MacQueen ("MacQueen") on December 2, 2003, and to order that any proceeds from the sale in excess of those necessary to satisfy the judgment of foreclosure and sale be transferred to the registry of the Court. In support of this motion, the Commission states as follows:

1. On July 8, 2003, the Court entered an order of permanent injunction against defendants. (See Exhibit A.) The order continued the asset freeze orders entered against the defendants. (See Exhibit A, p. 4.)
2. On April 24, 2003, Washington Mutual Bank, FA (the "Bank"), the mortgage lender for MacQueen's principal residence, filed a Complaint to Foreclose Mortgage against MacQueen. (See Exhibit B.) On July 30, 2003, the Bank obtained a Judgment of Foreclosure and Sale ("Judgment") against MacQueen for \$400,702. (See Exhibit C.)

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3. On December 2, 2003, pursuant to the Judgment, the Judicial Sales Corporation will sell at public auction MacQueen's principal residence in Orland Park, Illinois (the "Sale"). (See Exhibit C.) According to the Bank's attorneys, the confirmation hearing for the Sale should proceed during the week of December 8, 2003.

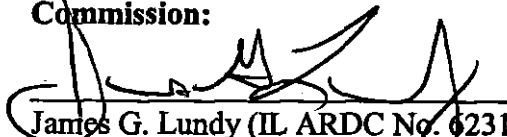
4. The Bank's lien against the residence would need to be satisfied before any funds from the Sale of this asset could be distributed to investors. Therefore, the Commission has no objection to the Sale.

5. The Bank's attorneys have been notified of the asset freeze order and agreed to cooperate with the Commission in transferring any funds obtained from the Sale in excess of the Judgment to the Registry of the U.S. District Court for the Northern District of Illinois.

Wherefore, the Commission respectfully requests that this Court issue an Order modifying the asset freeze and that order any funds obtained from the Sale of in excess of the Judgment transferred to the registry of the Court.

Respectfully submitted,

**For Plaintiff U.S. Securities and Exchange
Commission:**



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Fax (312) 353-7398

Dated: November 25, 2003

**SEE CASE
FILE FOR
EXHIBITS**